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RECORDATION NO. 19815-H FILED

DEC 19 '01 2-20 PM

**SURFACE TRANSPORTATION BOARD**

LOUIS E. GITOMER  
OF COUNSEL  
(202) 466-6532

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December 19, 2001

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, DC 20423

Dear Secretary Williams:

I have enclosed two originals of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Lease Termination, a secondary document, dated as of December 17, 2001. The primary document to which this is connected is recorded under Recordation No. 19815. We request that this document be recorded under Recordation No. 19815-H.

The names and addresses of the parties to the Lease Termination are:

Lessor:

SunTrust Leasing Corporation, successor-in-interest to Crestar Leasing Corporation  
29 West Susquehanna Avenue  
Towson, MD 21204

Lessee:

IBP, inc.  
IBP Avenue  
P.O. Box 515  
Dakota City, NE 68731

A description of the equipment covered by the Lease Termination consists of 215 tank cars numbered PBFX 646000-646074, inclusive, PBFX 646100-646189, inclusive, and PBFX 647000-647049, inclusive.

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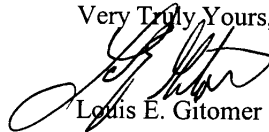
Honorable Vernon A. Williams  
December 19, 2001  
Page 2

A fee of \$ 28.00 is enclosed. Please return one original to:

Louis E. Gitomer  
Of Counsel  
Ball Janik LLP  
Suite 225  
1455 F Street, N.W.  
Washington, DC 20005

A short summary of the document to appear in the index follows: a Lease Termination between SunTrust Leasing Corporation, successor-in-interest to Crestar Leasing Corporation, 29 West Susquehanna Avenue, Towson, MD 21204, and IBP, inc., IBP Avenue, P.O. Box 515, Dakota City, NE 68731, covering 215 tank cars numbered PBFX 646000-646074, inclusive, PBFX 646100-646189, inclusive, and PBFX 647000-647049, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosures

## LEASE TERMINATION

This Lease Termination, dated as of December 19, 2001 (the "Termination"), is made between SunTrust Leasing Corporation, successor-in-interest to Crestar Leasing Corporation, the Lessor, and IBP, inc., the Lessee.

WHEREAS, Pitney Bowes Credit Corporation ("PBCC"), as assignor, and Lessor entered a Memorandum of Lease Agreement dated as of July 31, 1998 (the "July 31 Lease") for 215 tank cars numbered PBFX 646000-646074, inclusive (the "75 Cars"), PBFX 646100-646189, inclusive (the "90 Cars"), and PBFX 647000-647049, inclusive (the "50 Cars"), (collectively referred to as the "Equipment"), which was recorded at the Surface Transportation Board (the "STB") on July 31, 1998 under Recordation Number 19815-F.

WHEREAS, PBCC and Lessee entered a Memorandum of Lease Agreement dated as of November 15, 1996 (the "November 15 Lease") for the 75 cars, which was recorded at the STB on November 15, 1996 under Recordation Number 19815-A.

WHEREAS, PBCC and Lessee entered a Memorandum of Lease Agreement dated as of November 22, 1996 (the "November 22 Lease") for the 90 cars, which was recorded at the STB on November 22, 1996 under Recordation Number 19815-B.

WHEREAS, PBCC and Lessee entered a Memorandum of Lease Agreement dated as of August 25, 1997 (the "August 27 Lease") for the 50 cars, which was recorded at the STB on August 27, 1997 under Recordation Number 19815-C.

WHEREAS, Lessor and Lessee have agreed to terminate the July 31 Lease, the November 15 Lease, the November 22 Lease, and the August 27 Lease.

NOW, THEREFORE, in consideration of the premises, Lessor and Lessee hereby acknowledge and confirm for the public record the termination of the July 31 Lease, the November 15 Lease, the November 22 Lease, and the August 27 Lease, and all rights and obligations arising under the July 31 Lease, the November 15 Lease, the November 22 Lease, and the August 27 Lease with respect to the Equipment.

This Termination may be executed in separate counterparts, each of which when so executed and delivered shall be an original for all purposes, but all such counterparts shall constitute but one and the same instrument.

RECORDATION NO. 19815-H FILED

DEC 19 '01 2-20 PM

SURFACE TRANSPORTATION BOARD


IN WITNESS WHEREOF, Lessor and Lessee have executed or caused this Termination to be duly executed as of the date first above written.

SunTrust Leasing Corporation, successor-in-interest to  
Crestar Leasing Corporation

By: \_\_\_\_\_

Its: \_\_\_\_\_

IBP, inc.

By: *3W*  \_\_\_\_\_

Its: TREASURER \_\_\_\_\_

STATE OF \_\_\_\_\_ )  
 ) ss.  
County of \_\_\_\_\_ )

On this \_\_\_\_ day of December, 2001, before me, \_\_\_\_\_, the undersigned Notary Public, personally appeared \_\_\_\_\_ personally known to me to be the person who executed the within instrument as \_\_\_\_\_ on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

\_\_\_\_\_  
Notary Public for \_\_\_\_\_  
My Commission expires \_\_\_\_\_

STATE OF ARKANSAS )  
County of WASHINGTON ) ss.

On this 11<sup>th</sup> day of December, 2001, before me, Molly A Campbell, the undersigned Notary Public, personally appeared DENNIS LEATHERBY personally known to me to be the person who executed the within instrument as TREASURER on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Molly A Campbell  
Notary Public for Washington Co., AR  
My Commission expires 5-1-2010

## LEASE TERMINATION

This Lease Termination, dated as of December 19, 2001 (the "Termination"), is made between SunTrust Leasing Corporation, successor-in-interest to Crestar Leasing Corporation, the Lessor, and IBP, inc., the Lessee.

WHEREAS, Pitney Bowes Credit Corporation ("PBCC"), as assignor, and Lessor entered a Memorandum of Lease Agreement dated as of July 31, 1998 (the "July 31 Lease") for 215 tank cars numbered PBFX 646000-646074, inclusive (the "75 Cars"), PBFX 646100-646189, inclusive (the "90 Cars"), and PBFX 647000-647049, inclusive (the "50 Cars"), (collectively referred to as the "Equipment"), which was recorded at the Surface Transportation Board (the "STB") on July 31, 1998 under Recordation Number 19815-F.

WHEREAS, PBCC and Lessee entered a Memorandum of Lease Agreement dated as of November 15, 1996 (the "November 15 Lease") for the 75 cars, which was recorded at the STB on November 15, 1996 under Recordation Number 19815-A.

WHEREAS, PBCC and Lessee entered a Memorandum of Lease Agreement dated as of November 22, 1996 (the "November 22 Lease") for the 90 cars, which was recorded at the STB on November 22, 1996 under Recordation Number 19815-B.

WHEREAS, PBCC and Lessee entered a Memorandum of Lease Agreement dated as of August 25, 1997 (the "August 27 Lease") for the 50 cars, which was recorded at the STB on August 27, 1997 under Recordation Number 19815-C.

WHEREAS, Lessor and Lessee have agreed to terminate the July 31 Lease, the November 15 Lease, the November 22 Lease, and the August 27 Lease.

NOW, THEREFORE, in consideration of the premises, Lessor and Lessee hereby acknowledge and confirm for the public record the termination of the July 31 Lease, the November 15 Lease, the November 22 Lease, and the August 27 Lease, and all rights and obligations arising under the July 31 Lease, the November 15 Lease, the November 22 Lease, and the August 27 Lease with respect to the Equipment, provided, however, that the rights, duties and liabilities occurring or arising thereunder prior to the date hereof shall survive such termination.

This Termination may be executed in separate counterparts, each of which when so executed and delivered shall be an original for all purposes, but all such counterparts shall constitute but one and the same instrument.

IN WITNESS WHEREOF, Lessor and Lessee have executed or caused this Termination to be duly executed as of the date first above written.

SunTrust Leasing Corporation, successor-in-interest to  
Crestar Leasing Corporation

By:  \_\_\_\_\_

Its: SECRET \_\_\_\_\_

IBP, inc.

By: \_\_\_\_\_

Its: \_\_\_\_\_

STATE OF MARYLAND )  
 ) ss.  
County of BALTIMORE )

On this 18<sup>th</sup> day of December, 2001, before me, LOREANE CARPENTER, the undersigned Notary Public, personally appeared MICHAEL J. POWERS personally known to me to be the person who executed the within instrument as SECRETARY on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Loreane Carpenter  
Notary Public for \_\_\_\_\_  
My Commission expires 6/28/04

STATE OF \_\_\_\_\_ )  
 ) ss.  
County of \_\_\_\_\_ )

On this \_\_\_\_ day of December, 2001, before me, \_\_\_\_\_, the undersigned Notary Public, personally appeared \_\_\_\_\_ personally known to me to be the person who executed the within instrument as \_\_\_\_\_ on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

\_\_\_\_\_  
Notary Public for \_\_\_\_\_  
My Commission expires \_\_\_\_\_